

6 March 2017

Mr Andrew Kabega  
Senior Advisor, Listings Compliance (Sydney)  
Australian Securities Exchange  
Level 6  
20 Bridge Street  
SYDNEY NSW 2000

Dear Mr Kabega

**Appendix 3Y – Change of Director's Interest Notice**

Enclosed is an Appendix 3Y notice by Fairfax Media Limited (**Company**) in relation to the change of interests of Mr Greg Hywood, Chief Executive Officer and Managing Director of the Company.

The attached 3Y updates the total number of shares, direct and indirect.

The Company regrets that, through an administrative oversight, the total number of shares in the Appendix 3Y lodged earlier today was miscalculated.

Yours sincerely



GAIL HAMBLY  
**Group General Counsel & Company Secretary**

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	Fairfax Media Limited
<b>ABN</b>	15 008 663 161

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Gregory Colin Hywood
<b>Date of last notice</b>	19 October 2016

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct			
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>				
<b>Date of change</b>	3 March 2017			
		<b>Shares</b>	<b>Options</b>	<b>Rights</b>
<b>No. of securities held prior to change</b>	<b>Direct</b>	421,493	9,333,332	2,583,919
	<b>Indirect</b>	318,343 GKJT Investments Pty Ltd 812,658 Fairfax Employee Share Plan		
	<b>Total</b>	<b>1,552,494</b>	<b>9,333,332</b>	<b>2,583,919</b>
<b>Class</b>	Ordinary Shares			
<b>Number acquired</b>	30,742			
<b>Number disposed</b>	0			
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.9550			

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

		Shares	Options	Rights
No. of securities held after change	Direct	452,235	9,333,332	2,583,919
	Indirect	318,343 GKJT Investments Pty Ltd 812,658 Fairfax Employee		
	Total	1,583,236	9,333,332	2,583,919
	<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back			
		These shares were acquired by Mr Hywood to give effect to the salary sacrifice agreed to by members of the Key Management Personnel. The shares will be held in the Trust and subject to disposal restrictions for two years.		

## Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

## Part 3 – <sup>+</sup>Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A

<sup>+</sup> See chapter 19 for defined terms.

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<b>If prior written clearance was provided, on what date was this provided?</b>	N/A
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+ See chapter 19 for defined terms.